

B 210A (Form 210A) (12/09)

United States Bankruptcy Court

Southern District of New York

In re Lehman Brothers Holdings Inc., et al., Debtors.

Case No. 08-13555 (JMP)
(Jointly Administered)

PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

DEUTSCHE BANK AG, LONDON BRANCH
Name of Transferee

Marblegate Special Opportunities Master Fund LP
Name of Transferor

Name and Address where notices to transferee
should be sent:

Deutsche Bank AG, London Branch
c/o Deutsche Bank Securities Inc.
60 Wall Street, 3rd Floor
NY, NY 10005
Attn: Jeffrey Olinsky

Court Claim # (if known): 15922
Amount of Claim Transferred: \$6,000,000.00
Date Claim Filed: September 17, 2009
Debtor: Lehman Brothers Holdings Inc.

[Signature Page Follows]

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

DEUTSCHE BANK AG, LONDON BRANCH

By:  
Transferee/Transferee's Agent

Date: February 22, 2013

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

Acknowledged and Agreed:

MARBLEGATE SPECIAL OPPORTUNITIES MASTER FUND LP

By: _____

Name: Andrew Milgram

Title: Managing Partner of Marblegate Asset Management LLC the Investment Manager of
Marblegate Special Opportunities Master Fund LP

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

DEUTSCHE BANK AG, LONDON BRANCH

By: _____
Transferee/Transferee's Agent

Date: February 22, 2013 _____

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

Acknowledged and Agreed:

MARBLEGATE SPECIAL OPPORTUNITIES MASTER FUND LP

By:  _____

Name: Andrew Milgram

Title: Managing Partner of Marblegate Asset Management LLC the Investment Manager of
Marblegate Special Opportunities Master Fund LP

EXHIBIT B

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: THE DEBTOR AND THE BANKRUPTCY COURT

For value received, the adequacy and sufficiency of which are hereby acknowledged, **Marblegate Special Opportunities Master Fund, L.P.** (“Assignor”) hereby unconditionally and irrevocably sells, transfers and assigns to **Deutsche Bank AG, London Branch** (“Assignee”) its right, title, interest, claims and causes of action in and to, or arising under or in connection with, **\$6,000,000 of its claim** (as such term is defined in Section 101(5) of the U.S. Bankruptcy Code) against **Lehman Brothers Holdings Inc.** (the “Debtor”), the debtor in chapter 11 Case No. 08-13888 (JMP) pending in the United States Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”), and the relevant portion of any and all proofs of claim (**No. 15922**) filed by Assignor or its predecessor-in-interest with the Bankruptcy Court in respect of the foregoing claim.

Assignor hereby waives any objection to the transfer of the claim to Assignee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Assignor transferring to Assignee the foregoing claim, recognizing Assignee as the sole owner and holder of the claim, and directing that all payments or distributions of money or property in respect of the claim be delivered or made to Assignee.

[Signature Page Follows]

IN WITNESS WHEREOF, this EVIDENCE OF TRANSFER OF CLAIM is executed
this 22nd day of February 2013.

MARBLEGATE SPECIAL OPPORTUNITIES MASTER FUND, L.P.

By: 

Name: Andrew Milgram

Title: Managing Partner of Marblegate Asset
Management LLC the Investment Manager
of Marblegate Special Opportunities Master
Fund, L.P.